

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

F21 OPCO, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Hearing Date: April 15, 2025 at 2:00 p.m. (ET)

Objection Deadline: April 8, 2025 at 4:00 p.m. (ET)

Ref. Docket Nos. 5, 6, 8, 9, 10, 11 12, 14, 15, 73, 74, 75, 76,
77, 78, 80, 81 & 88

OMNIBUS NOTICE OF FIRST DAY PLEADINGS AND FINAL HEARING THEREON

PLEASE TAKE NOTICE that, on March 16 and 17, 2025, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), filed, among others, the following first day pleadings (collectively, the “**First Day Pleadings**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”):

1. Debtors’ Motion for Entry of Interim and Final Orders (I) (A) Prohibiting Utility Companies from Discontinuing, Altering, or Refusing Service, (B) Deeming Utility Companies to Have Adequate Assurance of Future Payment, (C) Establishing Procedures for Resolving Requests for Additional Assurance, and (II) Granting Related Relief [Docket No. 5; 3/16/25]
2. Debtors’ Motion for Entry of an Interim and Final Orders (I) Authorizing Continued Use of Cash Management System; (II) Authorizing Use of Prepetition Bank Accounts and Certain Payment Methods; (III) Authorizing Continued Performance of Intercompany Transactions in the Ordinary Course of Business; and (IV) Granting Related Relief [Docket No. 6; 3/16/25]
3. Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing Maintenance, Administration, and Continuation of Debtors’ Customers Programs and (II) Granting Related Relief [Docket No. 8; 3/17/25]

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



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4. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Payment of Certain Prepetition Shipping, Warehouse, Delivery and Customs Charges, and (II) Granting Related Relief [Docket No. 9; 3/17/25]
5. Debtors' Motion for Entry of Interim and Final Orders (I) (A) Authorizing Payment of Certain Prepetition Taxes and Fees and (B) Authorizing Financial Institutions to Honor All Related Checks and Electronic Payment Requests and (II) Granting Related Relief [Docket No. 10; 3/17/25]
6. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Continue (A) to Maintain Prepetition Insurance Policies, (B) to Maintain Prepetition Surety Bonds, and (C) to Use the Services of the Broker; and (II) Granting Related Relief [Docket No. 11; 3/17/25]
7. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay and Honor Certain (A) Prepetition Wages, Benefits, and Other Compensation Obligations; (B) Prepetition Employee Business Expenses; (C) Bonus Program Obligations; and (D) Workers' Compensation Obligations; (II) Authorizing Banks to Honor and Process Checks and Transfers Related to Such Obligations; and (III) Granting Related Relief [Docket No. 12; 3/17/25]
8. Debtors' Motion for Entry of (I) Interim Order Authorizing (A) the Conduct of the Store Closing Sales, with Such Sales to be Free and Clear of All Liens, Claims, and Encumbrances and (B) Granting Related Relief, and (II) Final Order Authorizing (A) the Debtors to Assume the Agency Agreement, (B) the Conduct of the Store Closing Sales, with Such Sales to be Free and Clear of All Liens, Claims, and Encumbrances, and (C) Granting Related Relief [Docket No. 14; 3/17/25]
9. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Postpetition Use of Cash Collateral, (II) Granting Adequate Protection to the Secured Parties, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 15; 3/17/25]

PLEASE TAKE FURTHER NOTICE that a hearing on the First Day Pleadings was held on March 18, 2025 (the "**First Day Hearing**"), after which the Court entered certain orders granting the relief requested in the First Day Pleadings on an interim basis [Docket Nos. 73, 74, 75, 76, 77, 78, 80, 81 and 88] (collectively, the "**Interim Orders**"). Concurrently herewith, you are being served with the Interim Orders.

PLEASE TAKE FURTHER NOTICE that copies of the First Day Pleadings and any of the related Interim Orders are available, free of charge, from the website of the Court appointed claims agent, Kurtzman Carson Consultants, LLC dba Verita Global, at <https://veritaglobal.net/forever21>.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the entry of orders approving the interim relief set forth in the Interim Orders on a final basis must be filed on or before **April 8, 2025 at 4:00 p.m. (ET)** (the "**Objection Deadline**") with the United States

Bankruptcy Court for the District of Delaware, 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, copies of any responses or objections must be served so as to be received on or before the Objection Deadline upon the following parties: (a) proposed counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, DE 19801, Attn.: Andrew L. Magaziner, amagaziner@ycst.com and S. Alexander Faris, afaris@ycst.com; (b) the Office of the U.S. Trustee for the District of Delaware, 844 King Street, Suite 2207, Wilmington, Delaware, 19801, Attn.: Jane M. Leamy, Esq., jane.m.leafy@usdoj.gov; (c) counsel to the Prepetition ABL Agents, (i) Otterbourg, P.C., Attn.: Chad Simon, csimon@otterbourg.com, and Daniel Fiorillo, dfiorillo@otterbourg.com, and (ii) Richards, Layton, and Finger, P.A., Attn.: John Henry Knight, knight@rlf.com; (d) counsel to the Prepetition Term Loan Agent, (i) Riemer & Braunstein LLP, Attn.: Steven E. Fox, SFox@riemerlaw.com, and Paul Bekker, pbekker@riemerlaw.com, and (ii) Ashby & Geddes, P.A., Attn.: Gregory A. Taylor, GTaylor@ashbygeddes.com; (e) counsel to the Prepetition Subordinated Loan Agent, (i) Choate Hall & Stewart LLP, Attn.: Mark D. Silva, msilva@choate.com, and Rick Thide, rthide@choate.com, and Hampton Foushee, hfoushee@choate.com, and (ii) Pashman Stein Walder Hayden, P.C., Attn.: Joseph C. Barsalona, jbarsalona@pashmanstein.com; and (f) proposed counsel to any statutory committee appointed in the Chapter 11 Cases.

PLEASE TAKE FURTHER NOTICE THAT A HEARING TO CONSIDER APPROVAL OF THE FIRST DAY PLEADINGS ON A FINAL BASIS IS SCHEDULED FOR APRIL 15, 2025 AT 2:00 P.M. (ET) BEFORE THE HONORABLE MARY F. WALRATH, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5TH FLOOR, COURTROOM NO. 4, WILMINGTON, DELAWARE 19801.

PLEASE TAKE FURTHER NOTICE THAT IF NO OBJECTIONS OR RESPONSES TO THE FIRST DAY PLEADINGS ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN CONNECTION WITH SUCH FIRST DAY PLEADINGS ON A FINAL BASIS WITHOUT FURTHER NOTICE OR HEARING.

[signature page follows]

Dated: March 19, 2025

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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Proposed Counsel to the Debtors and Debtors in Possession